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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.

ACCT#: 072720000036

CONTACT: KYLE L WHITE

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FAX #: (407) 423-4495

NAME: JAMES D. CALDWELL, INC.

AUDIT NUMBER.....H97000000620

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

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ARTICLES OF INCORPORATION

OF

JAMES D. CALDWELL, INC.

ARTICLE I - NAME

The name of this corporation is JAMES D. CALDWELL, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 901 E. Washington Street, Orlando, Florida 32801.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE AND NO/100 DOLLAR (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 901 E. Washington Street, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is James D. Caldwell.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director are as follows:

James D. Caldwell

901 E. Washington Street
Orlando, Florida 32801

This document was prepared by:

SHAWN G. RADER, ESQUIRE

Florida Bar Number: 0303054
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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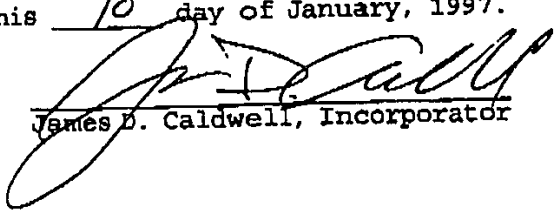
ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

James D. Caldwell

901 E. Washington Street
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10 day of January, 1997.


James D. Caldwell, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of JAMES D. CALDWELL, INC.


James D. Caldwell

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JAN 13 1997
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